

DECLARATION AND NOTICE OF POOLED UNIT

BRIAN DYTKO SOUTH UNIT

This Declaration and Notice of Pooled Unit dated March 7, 2011, is executed to be effective as of March 7, 2011, by the undersigned parties, who collectively own the leasehold estates created under those certain oil and gas leases and any renewals, extensions, ratifications and amendments thereof which are more particularly described on Exhibit "A" attached hereto and incorporated herein by reference for all purposes (the "Leases"), or who collectively own an interest in the oil and gas estate in the lands described in the Leases, and who join in the execution hereof to evidence their consent to the pooling, unitization and combination of the Leases and oil and gas estates herein described.

RECITALS

WHEREAS, each of the Leases authorizes the lessee thereunder to pool, unitize or combine all or a portion of the lands covered thereby with other land and leases, to form a pooled unit for the exploration, development and production of oil, gas and associated and constituent hydrocarbons from the lands covered by the Leases; and

WHEREAS, the pooling, unitization and combination of the Leases and oil and gas estates to the extent necessary to form the hereinafter described pooled unit are necessary and advisable in the judgment of the undersigned to efficiently and effectively develop the oil and gas rights within such unit.

WHEREAS, Chesapeake Appalachia, L.L.C. is the Operator of the gas well(s) in the pooled unit and executes this document on behalf of itself and as agent for all interest owners in the leases to the extent that they do not separately join in the execution hereof.

NOW, THEREFORE, in order to establish and provide proper notice for the creation of the hereinafter described unit, the undersigned hereby declare as follows:

1. **Declaration of Unit:** In accordance with the provisions of the Leases, the undersigned do hereby declare, pool, unitize and combine the Leases, including all renewals, extensions, ratifications and amendments thereof, and the lands covered thereby and the oil and gas estates therein, to the extent necessary to form and create a pooled unit as described below. Production from the unit shall be allocated among all of the Leases and tracts within the unit in the proportion that the number of surface acres of each lease and tract included within the unit bears to the total number of surface acres in the unit, as described in Exhibit "A".
2. **Unit Name:** The pooled unit created hereby shall be known as the "**Brian Dytko South Unit**" ("the Unit").
3. **Description of Unit:** The Unit shall consist of **621.332808 acres**, more or less, being all or a portion of the Leases listed on Exhibit "A" INsofar AND ONLY INsofar as the Leases fall within the boundary more particularly described and depicted on Exhibit "B", which is attached hereto and incorporated herein by reference for all purposes. This Declaration and Notice of Pooled Unit covers all production from the lands described on Exhibit "A" and Exhibit "B" which is produced from any well drilled

MASON DIXON
101 CAMBRIDGE PL
BRIDGEPORT WV 26330

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within the Unit. To the extent of any inconsistency between the information contained on Exhibit "A" and that depicted on Exhibit "B", Exhibit "A" shall supersede and control.

4. Effect of Pooled Unit. The effect of this Declaration and Notice of Pooled Unit shall be that operations and/or production (or the equivalent as in the case of shut-in payments) anywhere within the Unit shall be deemed to be operations and/or production on each separate tract sufficient to extend and maintain each included lease in the Unit.

5. Right to Amend. The undersigned hereby expressly reserve the right, from time to time, to amend this Declaration and Notice of Pooled Unit, and the respective terms and provisions hereof, and to change the size and area of, and interests covered by the Unit, including without limitation, the power (i) to change, reduce, enlarge or extend the size or configuration of the Unit; (ii) to include in the Unit additional lands and oil and gas leases, or interests in the lands described therein, covering interests in the Unit, which are secured or obtained subsequent to the date hereof, or prior to the date hereof and not included and described herein; (iii) to include in the Unit full or undivided interests in the Unit which are not otherwise included herein by the respective owner of such full or undivided interests; and (iv) to change the allocation of oil and gas production attributable to the various lands, leases and owners thereof to conform with (i) – (iii) above.

6. Dissolution of Unit. The Unit formed hereby may be dissolved by Chesapeake Appalachia, L.L.C., acting as the Operator of the Unit, with the consent of the undersigned, at any time by filing an appropriate instrument of record in Ohio and Marshall Counties, West Virginia, after any failure to establish unit production or after cessation of operations upon the Unit.

7. Binding upon Assigns and Successors: This instrument shall bind, inure to the benefit of, and be exercised by heirs, assigns, and successors in interest of all parties.

8. Counterparts. This document may be executed in one or more counterparts, each of which will be deemed to be an original for all purposes and all of which, when taken together, will be deemed to constitute one and the same document as if all signatures were included therein. The failure of one or more of the signatory parties listed below to execute this instrument or a counterpart thereof shall not in any manner affect the validity of same as to the parties who do execute this instrument.

9. Effective Date: This Unit shall remain in force from the effective date listed hereinabove and for as long as oil and gas are being produced from the Unit, or so long as the Leases are maintained in force and effect by payment or tender of shut-in royalties, or by other means, in accordance with the terms and provisions of the Leases.

EXECUTED by the undersigned parties on the respective dates of acknowledgment hereof, to be effective for all purposes from the effective date listed hereinabove.

Jan Pest
MARSHALL County 02:16:20 PM
Instrument No 1301308
Date Recorded 03/11/2011
Document Type O&G
Pages Recorded 8
Book-Page 726-92
Recording Fee \$13.00
Additional \$6.00

Chesapeake Appalachia, L.L.C.
an Oklahoma limited liability company

By: _____
Henry J. Hood, Senior Vice President --
Land and Legal & General Counsel

Statoil USA Onshore Properties Inc.

By: _____
M.K. Williams, Land Manager – Onshore Gas

CORPORATE ACKNOWLEDGMENT

STATE OF Oklahoma)
COUNTY OF Oklahoma) SS:

On this, the 7th day of March, 2011, before me Sally Glenn, the undersigned officer, personally appeared Henry J. Hood, who acknowledged himself to be the Senior Vice President – Land and Legal & General Counsel of Chesapeake Appalachia, L.L.C., an Oklahoma limited liability company, and that he as such Senior Vice President – Land and Legal & General Counsel, being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the limited liability company by himself as Senior Vice President – Land and Legal & General Counsel.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



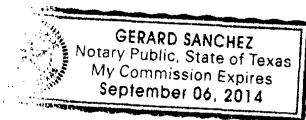
My Commission Expires: _____
Signature/Notary Public: Sally Glenn
Name/Notary Public (print): _____

CORPORATE ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF HARRIS) SS:

On this, the 8TH day of MARCH, 2011, before me GERARD SANCHEZ, the undersigned officer, personally appeared M. K. Williams, who acknowledged himself to be the Land Manager – Onshore Gas of Statoil USA Onshore Properties Inc., a corporation, and that he as such Land Manager – Onshore Gas, being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as Land Manager – Onshore Gas.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



My Commission Expires: 9-6-2014
Signature/Notary Public: Gerard Sanchez
Name/Notary Public (print): GERARD SANCHEZ

This document prepared by:
Chesapeake Appalachia, L.L.C.
6100 N. Western Avenue
P.O. Box 18496
Oklahoma City, OK 73118

Signature Page to that certain Declaration and Notice of Pooled Unit between Chesapeake Appalachia, L.L.C. and Statoil USA Onshore Properties, Inc. covering the Brian Dytko South Unit.

EXHIBIT "A"

Attached to and made a part of that Declaration and Notice of Pooled Unit dated March 7, 2011, by and between
Chesapeake Appalachia, L.L.C. and Statoil USA Onshore Properties Inc.

Brian Dytko South Unit
Triadelphia District, Ohio County, West Virginia
Sandhill District, Marshall County, West Virginia

| CHESAPEAKE LEASE ID | LESSOR | LESSEE | LEASE DATE | RECORDING INFORMATION | DISTRICT | TAX MAP PARCEL ID NUMBERS | TITLE ACRES | NET ACRES IN UNIT |
|------------------------|---|----------------------------------|---------------|--------------------------|-------------|------------------------------|----------------|----------------------|
| 1-266027-000 | JOHN W NOLAN SR AND RITA C NOLAN | CHESAPEAKE APPALACHIA, L.L.C. | 7/1/2008 | BOOK 788, PAGE 721 | Triadelphia | 06-113-2.2 | 42.450000 | 1.884391 |
| 1-292375-000 | OK TRAILER COURT, INC | CHESAPEAKE APPALACHIA, L.L.C. | 10/19/2009 | BOOK 799, PAGE 219 | Triadelphia | 06-113-5.2 | 16.860000 | 15.076428 |
| 1-272730-000 | DAVID FITZSIMMONS AND RICHARD FITZSIMMONS | CHESAPEAKE APPALACHIA, L.L.C. | 4/2/2009 | BOOK 793, PAGE 420 | Triadelphia | 06-113-5.3 | 73.350000 | 0.360847 |
| 1-268353-000 | FRED WILDERN, JR | CHESAPEAKE APPALACHIA, L.L.C. | 1/27/2009 | BOOK 791, PAGE 414 | Triadelphia | 06-118-12.2 | 13.590000 | 1.986519 |
| 1-268360-000 | CRAIG TEMPLIN | CHESAPEAKE APPALACHIA, L.L.C. | 1/22/2009 | BOOK 792, PAGE 27 | Triadelphia | 06-118-12.4 | 27.619000 | 0.078041 |
| 1-268348-000 | KAREN FISCHER AND CHARLES D FISCHER JR | CHESAPEAKE APPALACHIA, L.L.C. | 1/26/2009 | BOOK 791, PAGE 446 | Triadelphia | 06-118.4 | 32.900000 | 13.591916 |
| 1-265414-000 | BRIAN J DYTOKO | CHESAPEAKE APPALACHIA, L.L.C. | 11/7/2008 | BOOK 790, PAGE 197 | Triadelphia | 06-118-4.1 | 41.000000 | 41.000000 |
| | | | | | | 12-3-14 | | |
| | | | | | | 12-3-14.1 | | |
| 1-268378-000 | RODNEY J HUNTER | CHESAPEAKE APPALACHIA, L.L.C. | 2/17/2009 | BOOK 677, PAGE 608 | Sandhill | 12-3-14.2 | 44.351002 | 44.320999 |
| 1-280169-001 | DANIEL W MCFARLAND AND VICKI L MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 685, PAGE 159 | Sandhill | 12-2-25 | 2.075000 | 1.037500 |
| 1-280169-002 | BRIAN M MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 685, PAGE 158 | Sandhill | 12-2-25 | 2.075000 | 1.037500 |
| 1-280172-000 | BRIAN MATTHEW MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 684, PAGE 273 | Sandhill | 12-3-12.1 | 3.050000 | 1.069299 |
| 1-280168-000 | DANIEL W MCFARLAND AND VICKI L MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 685, PAGE 160 | Sandhill | 12-2-24 | 12.038000 | 11.871000 |
| 1-280171-000 | DANIEL W MCFARLAND AND VICKI L MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 684, PAGE 271 | Sandhill | 12-3-12 | 35.680000 | 0.016137 |
| 1-264256-000 | NORMA TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 9/1/2008 | BOOK 673, PAGE 538 | Sandhill | 12-2-5 | 215.000000 | 23.208880 |
| 1-324717-000 | ROGER A CLUTTER AND MARY K CLUTTER | GREAT LAKES ENERGY PARTNERS, LLC | 11/11/2006 | BOOK 775, PAGE 546 | Triadelphia | 06-113-2.5 | 2.490000 | 1.936244 |
| | TIM D MCNINCH AND JOANN MCNINCH, DALE MCNINCH AND CAROL MCNINCH, | | | | | | | |
| 1-324685-000 | NEIL MCNINCH | GREAT LAKES ENERGY PARTNERS, LLC | 3/17/2006 | BOOK 770, PAGE 644 | Triadelphia | 06-118-10 | 151.770000 | 126.290322 |
| 1-324712-000 | WILBUR L WHITE | GREAT LAKES ENERGY PARTNERS, LLC | 10/6/2006 | BOOK 778, PAGE 326 | Triadelphia | 06-118-3.2 | 12.090000 | 2.051850 |
| | | | | | | 06-118-7 | | |
| 1-324240-001 | ROBERT A GLAUSER | GREAT LAKES ENERGY PARTNERS, LLC | 6/6/2006 | BOOK 771, PAGE 315 | Triadelphia | 06-118-8 | 112.835500 | 22.994901 |
| | | | | | | 06-118-7 | | |
| 1-324240-002 | CHAD R GLAUSER | GREAT LAKES ENERGY PARTNERS, LLC | 6/6/2006 | BOOK 771, PAGE 315 | Triadelphia | 06-118-7 | 112.835500 | 45.989801 |
| 1-324695-000 | ROBERT A GLAUSER AND MARGARET GLAUSER | GREAT LAKES ENERGY PARTNERS, LLC | 7/12/2006 | BOOK 773, PAGE 73 | Triadelphia | 06-118-7.1 | 7.670000 | 3.321375 |
| PENDING | THERESA BLATT | CHESAPEAKE APPALACHIA, L.L.C. | 12/21/2010 | PENDING | Triadelphia | 06-118-17 | 37.800000 | 37.792064 |
| 1-314031-000 | WILLIAM G THOMS | CHESAPEAKE APPALACHIA, L.L.C. | 8/5/2010 | BOOK 810, PAGE 546 | Triadelphia | 06-118-3 | 46.500000 | 44.713747 |
| | | | | | | 06-118-6 | | |
| 1-312525-000 | BETTY IDELE BAIRD | CHESAPEAKE APPALACHIA, L.L.C. | 12/21/2010 | PENDING | Triadelphia | 12-2-2 | 210.987000 | 135.508346 |
| PENDING | FRANK BECK | CHESAPEAKE APPALACHIA, L.L.C. | 01/27/2011 | PENDING | Triadelphia | 06-118-6.1 | 1.740000 | 1.740000 |
| | | | | | | 12-2-4.1 | | |
| 1-312604-001 | GARY W GLESSNER | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.1 | 2.750000 | 0.229167 |
| | | | | | | 12-2-4.2 | | |
| 1-312604-002 | NANCY LOU TUBAUGH NORRIS | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.2 | 2.750000 | 1.375000 |
| | | | | | | 12-2-4.1 | | |
| 1-312604-003 | CLARENCE W TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.2 | 2.750000 | 0.229167 |

EXHIBIT "A"

Attached to and made a part of that Declaration and Notice of Pooled Unit dated March 7, 2011, by and between
Chesapeake Appalachia, L.L.C. and Statoil USA Onshore Properties Inc.

Brian Dytko South Unit
Triadelphia District, Ohio County, West Virginia
Sandhill District, Marshall County, West Virginia

| | | | | | | | | |
|--------------|--|-------------------------------|------------|--------------------|-------------|----------------------|--------------------------|-------------------|
| 1-312604-004 | NORMAN TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.1 12-2-4.2 | 2.750000 | 0.687500 |
| 1-312604-005 | DAWNISA TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.1 12-2-4.2 | 2.750000 | 0.229167 |
| PENDING | JOHN D TUBAUGH AND CANDY L TUBAUGH | TRIENERGY HOLDINGS, LLC | 10/12/2009 | BOOK 687, PAGE 608 | Sandhill | 12-3-1.1 | 11.559700 | 11.559700 |
| 1-309868-000 | ROBERT L BOGARD JR AND KATHERINE STEPI | CHESAPEAKE APPALACHIA, L.L.C. | 6/11/2010 | BOOK 808, PAGE 99 | Triadelphia | 06-113-5.5 | 4.763000 | 2.052000 |
| 1-309825-000 | TROY CONNER AND TRICIA CONNER | CHESAPEAKE APPALACHIA, L.L.C. | 6/2/2010 | BOOK 807, PAGE 756 | Triadelphia | 06-113-5.6 | 3.098000 | 0.267000 |
| 1-310127-000 | ROBERT L BOGARD JR AND KATHERINE STEPI | CHESAPEAKE APPALACHIA, L.L.C. | 6/11/2010 | BOOK 809, PAGE 232 | Triadelphia | 06-113-5.7 | 4.030000 | 2.706000 |
| 1-303095-000 | NORMA J TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 5/19/2010 | BOOK 705, PAGE 166 | Sandhill | 12-3-1 | 23.120000 | 23.120000 |
| | | | | | | | TOTAL UNIT ACRES: | 621.332808 |

EXHIBIT "A"

Attached to and made a part of that Declaration and Notice of Pooled Unit dated March 7, 2011, by and between
Chesapeake Appalachia, L.L.C. and Statoil USA Onshore Properties Inc.

Brian Dytko South Unit
Triadelphia District, Ohio County, West Virginia
Sandhill District, Marshall County, West Virginia

| CHESAPEAKE LEASE ID | LESSOR | LESSEE | LEASE DATE | RECORDING INFORMATION | DISTRICT | TAX MAP PARCEL ID NUMBERS | TITLE ACRES | NET ACRES IN UNIT |
|------------------------|---|----------------------------------|---------------|--------------------------|-------------|------------------------------|----------------|----------------------|
| 1-256027-000 | JOHN W NOLAN SR AND RITA C NOLAN, | CHESAPEAKE APPALACHIA, L.L.C. | 7/1/2008 | BOOK 788, PAGE 721 | Triadelphia | 06-T13-2.2 | 42.450000 | 1.884391 |
| 1-292375-000 | JOHN W NOLAN JR AND DARLENE G NOLAN | CHESAPEAKE APPALACHIA, L.L.C. | 10/19/2009 | BOOK 789, PAGE 219 | Triadelphia | 06-T13-5.2 | 16.860000 | 15.076428 |
| 1-272730-000 | OK TRAILER COURT, INC | CHESAPEAKE APPALACHIA, L.L.C. | 4/12/2009 | BOOK 793, PAGE 420 | Triadelphia | 06-T13-5.3 | 73.350000 | 0.360847 |
| 1-268353-000 | DAVID FITZSIMMONS AND RICHARD FITZSIMMONS | CHESAPEAKE APPALACHIA, L.L.C. | 12/27/2009 | BOOK 791, PAGE 414 | Triadelphia | 06-T18-12.2 | 13.590000 | 1.988519 |
| 1-268360-000 | FRED WILDERMAN JR | CHESAPEAKE APPALACHIA, L.L.C. | 11/22/2009 | BOOK 792, PAGE 27 | Triadelphia | 06-T18-12.4 | 27.619000 | 0.078041 |
| 1-268348-000 | CRAIG TEMPLIN | CHESAPEAKE APPALACHIA, L.L.C. | 11/26/2009 | BOOK 791, PAGE 446 | Triadelphia | 06-T18-4 | 32.900000 | 13.691916 |
| 1-265414-000 | KAREN FISCHER AND CHARLES D FISCHER JR | CHESAPEAKE APPALACHIA, L.L.C. | 11/17/2008 | BOOK 790, PAGE 197 | Triadelphia | 06-T18-4.1 | 41.000000 | 41.000000 |
| 1-268378-000 | BRIAN J DYTKO | CHESAPEAKE APPALACHIA, L.L.C. | | | | 12-3-14 | | |
| | | | | | | 12-3-14.1 | | |
| | | | | | | 12-3-14.2 | 44.351002 | 44.320999 |
| 1-280169-000 | RODNEY J HUNTER | CHESAPEAKE APPALACHIA, L.L.C. | 2/17/2009 | BOOK 677, PAGE 608 | Sandhill | 12-2-25 | 2.075000 | 1.037500 |
| 1-280169-001 | DANIEL W MCFARLAND AND VICKI L MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 685, PAGE 159 | Sandhill | 12-2-25 | 2.075000 | 1.037500 |
| 1-280172-000 | BRIAN M MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 685, PAGE 158 | Sandhill | 12-2-25 | 3.050000 | 1.069289 |
| 1-280168-000 | BRIAN MATTHEW MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 684, PAGE 273 | Sandhill | 12-3-12.1 | 12.038000 | 11.871000 |
| 1-280171-000 | DANIEL W MCFARLAND AND VICKI L MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 5/13/2009 | BOOK 685, PAGE 160 | Sandhill | 12-2-24 | 35.680000 | 0.016137 |
| 1-268426-000 | DANIEL W MCFARLAND AND VICKI L MCFARLAND | CHESAPEAKE APPALACHIA, L.L.C. | 9/1/2008 | BOOK 673, PAGE 538 | Sandhill | 12-2-5 | 215.000000 | 23.208880 |
| 1-324717-000 | NORMA TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 11/11/2006 | BOOK 775, PAGE 646 | Triadelphia | 06-T13-2.5 | 2.490000 | 1.936244 |
| | ROGER A CLUTTER AND MARY K CLUTTER | | | | | | | |
| | TIM D MCNINCH AND JOANN MCNINCH, | | | | | | | |
| | DALE MCNINCH AND CAROL MCNINCH, | | | | | | | |
| 1-324685-000 | NEIL MCNINCH | GREAT LAKES ENERGY PARTNERS, LLC | 3/17/2006 | BOOK 770, PAGE 644 | Triadelphia | 06-T18-10 | 151.770000 | 126.280322 |
| 1-324712-000 | WILBUR L WHITE | GREAT LAKES ENERGY PARTNERS, LLC | 10/6/2006 | BOOK 778, PAGE 326 | Triadelphia | 06-T18-3.2 | 12.090000 | 2.051850 |
| | | | | | | 06-T18-7 | | |
| 1-324240-001 | ROBERT A GLAUSER | GREAT LAKES ENERGY PARTNERS, LLC | 6/6/2006 | BOOK 771, PAGE 315 | Triadelphia | 06-T18-6 | 112.839500 | 22.994901 |
| | | | | | | 06-T18-7 | | |
| 1-324240-002 | CHAD R GLAUSER | GREAT LAKES ENERGY PARTNERS, LLC | 6/6/2006 | BOOK 771, PAGE 315 | Triadelphia | 06-T18-7 | 112.839500 | 45.989801 |
| 1-324695-000 | ROBERT A GLAUSER AND MARGARET GLAUSER | GREAT LAKES ENERGY PARTNERS, LLC | 7/12/2006 | BOOK 773, PAGE 73 | Triadelphia | 06-T18-7.1 | 7.670000 | 3.321375 |
| PENDING | THERESA BLATT | CHESAPEAKE APPALACHIA, L.L.C. | 12/21/2010 | PENDING | Triadelphia | 06-T18-17 | 37.800000 | 37.920644 |
| 1-314031-000 | WILLIAM G THOMS | CHESAPEAKE APPALACHIA, L.L.C. | 8/5/2010 | BOOK 810, PAGE 546 | Triadelphia | 06-T18-3 | 46.500000 | 44.713747 |
| | | | | | | 06-T18-6 | | |
| 1-312825-000 | BETTY IDELE BAIRD | CHESAPEAKE APPALACHIA, L.L.C. | 12/21/2010 | PENDING | Triadelphia | 12-2-2 | 210.987000 | 135.508346 |
| PENDING | FRANK BECK | CHESAPEAKE APPALACHIA, L.L.C. | 01/27/2011 | PENDING | Triadelphia | 06-T18-6.1 | 1.740000 | 1.740000 |
| 1-312804-001 | GARY W GLESSNER | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.1 | 2.750000 | 0.229167 |
| | | | | | | 12-2-4.2 | | |
| 1-312804-002 | NANCY LOU TUBAUGH NORRIS | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.2 | 2.750000 | 1.375000 |
| | | | | | | 12-2-4.1 | | |
| 1-312804-003 | CLARENCE W TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.1 | 2.750000 | 0.229167 |
| | | | | | | 12-2-4.2 | | |
| 1-312804-004 | NORMAN TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.2 | 2.750000 | 0.687500 |
| | | | | | | 12-2-4.1 | | |
| 1-312804-005 | DAWNISA TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 01/01/2011 | PENDING | Sandhill | 12-2-4.2 | 2.750000 | 0.229167 |
| PENDING | JOHN D TUBAUGH AND CANDY L TUBAUGH | TRIENERGY HOLDINGS, LLC | 10/12/2009 | BOOK 687, PAGE 608 | Sandhill | 12-3-1.1 | 11.559700 | 11.559700 |

EXHIBIT "A"

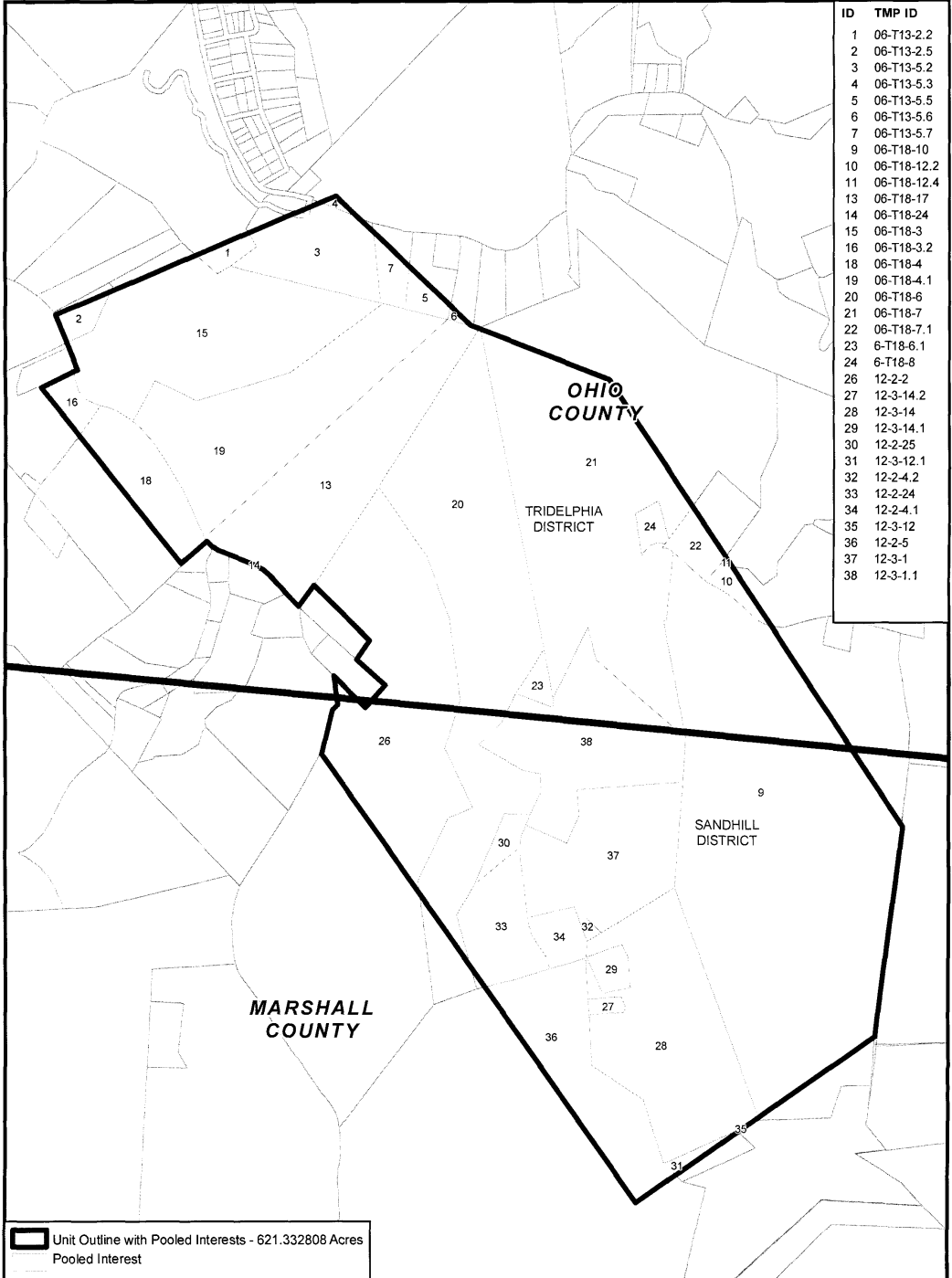
Attached to and made a part of that Declaration and Notice of Pooled Unit dated March 7, 2011, by and between
Chesapeake Appalachia, L.L.C. and Statoil USA Onshore Properties Inc.

Brian Dyke South Unit
Triadelphia District, Ohio County, West Virginia
Sandhill District, Marshall County, West Virginia

| | | | | | | | | |
|-------------------|--|-------------------------------|-----------|--------------------|-------------|------------|------------|-----------|
| 1-309868-000 | ROBERT L BOGARD JR AND KATHERINE STEPHENS BOGARD | CHESAPEAKE APPALACHIA, L.L.C. | 6/11/2010 | BOOK 808, PAGE 99 | Triadelphia | 06-T13-5.5 | 4.763000 | 2.052000 |
| 1-309825-000 | TROY CONNER AND TRICIA CONNER | CHESAPEAKE APPALACHIA, L.L.C. | 6/2/2010 | BOOK 807, PAGE 756 | Triadelphia | 06-T13-5.6 | 3.098000 | 0.287000 |
| 1-310127-000 | ROBERT L BOGARD JR AND KATHERINE STEPHENS BOGARD | CHESAPEAKE APPALACHIA, L.L.C. | 6/11/2010 | BOOK 809, PAGE 232 | Triadelphia | 06-T13-5.7 | 4.030000 | 2.706000 |
| 1-302095-000 | NORMA J TUBAUGH | CHESAPEAKE APPALACHIA, L.L.C. | 5/19/2010 | BOOK 705, PAGE 166 | Sandhill | 12-3-1 | 23.120000 | 23.120000 |
| TOTAL UNIT ACRES: | | | | | | | 621.332808 | |

EXHIBIT "B"

Attached to and made a part of that Declaration and Notice of Pooled Unit dated March 7, 2011, by and between
Chesapeake Appalachia, L.L.C. and Statoil USA Onshore Properties Inc.



Brian Dytko South
Marshall & Ohio Co., WV

1 inch = 1,000 feet

X:\GIS\Land\Eastern Division\Central District\Exhibits\Brian Dytko South\Brian Dytko South DPU.mxd

Date: 3/3/2011
Projection: NAD 1983 UTM Zone 17N

STATE OF WEST VIRGINIA, MARSHALL COUNTY, SCT.:

I, JAN PEST, Clerk of the County Commission of said County, do hereby certify that the annexed writing, bearing date on the 7th day of March, 2011, was presented for and by me, admitted to record in my office upon the above certificate as to the parties therein named this 11th day of March, 2011 at 2:16 o'clock P.M.

TESTE: Jan Pest Clerk.